1		
$_{2}$	ROBBINS GELLER RUDMAN & DOWD LLP	
_	SHAWN A. WILLIAMS (213113)	
3	Post Montgomery Center	
4	One Montgomery Street, Suite 1800 San Francisco, CA 94104	
	Telephone: 415/288-4545	
5	415/288-4534 (fax)	
6	shawnw@rgrdlaw.com – and –	
	DARREN J. ROBBINS (168593)	
7	TRAVIS E. DOWNS III (148274) BENNY C. GOODMAN III (211302)	
8	ERIK W. LUEDEKE (249211)	
	655 West Broadway, Suite 1900	
9	San Diego, CA 92101-3301 Telephone: 619/231-1058	
10	619/231-7423 (fax)	
11	travisd@rgrdlaw.com	
11	bennyg@rgrdlaw.com eluedeke@rgrdlaw.com	
12		
13	Attorneys for Plaintiff	
	UNITED STATES	DISTRICT COURT
14	NORWIEDN DIGED	ACT OF CALLEDNAL
15	NORTHERN DISTR	ICT OF CALIFORNIA
	OAKLAN	D DIVISION
16	PATRICIA M. McKENNA, Derivatively on	) No. 11-cv-04248-PJH
17	Behalf of GOOGLE INC.,	) 100. 11-6v-04246-1 J11 )
	DI : .: 00	) STIPULATION AND [PROPOSED] ORDER
18	Plaintiff,	) CONSOLIDATING ACTIONS AND ) APPOINTING LEAD COUNSEL
19	vs.	)
20	LARRY PAGE, et al.,	)
	Defendants.	) )
21		)
$_{22}$	– and –	) )
	GOOGLE INC., a Delaware corporation,	ý)
23	Nominal Party.	)
24		) )
25	[Caption continued on following page.]	
26		
27		
28		
	648183_1	

# Case 4:11-cv-04249-PJH Document 11 Filed 09/19/11 Page 2 of 9

1	JAMES CLEM, Derivatively on Behalf of GOOGLE INC.,	) No. 11-cv-04249-RMW
2	Plaintiff,	) )
3	Vs.	ý )
4	LARRY PAGE, et al.,	) )
5	Defendants.	) )
6	– and –	, ) )
7	GOOGLE INC., a Delaware corporation,	, ) )
8	Nominal Defendant.	, ) )
9	AVROHOM GALLIS, Derivatively on Behalf of GOOGLE INC.,	) No. 11-cv-04270-LHK
10	Plaintiff,	) )
11	vs.	) )
12	ERIC E. SCHMIDT, et al.,	) )
13	Defendants.	) )
14	– and –	) )
15	GOOGLE INC., a Delaware corporation,	) )
16	Nominal Defendant.	) )
17		)
18		
19		
20		
21		
22		
23		
24		
25		
26		
27		
28		
	I .	

648183\_1

1 2

3 4

5 6

7 8

10

9

11 12

13

14

15

16

17

18 19

20

21 22

23 24

25 26

WHEREAS, there are presently three shareholder derivative actions on behalf of nominal defendant Google Inc. ("Google" or the "Company") pending in this Court, as follows:

Case Name	Case No.	Date Filed
McKenna v. Page, et al.	CV-11-04248-PJH	August 29, 2011
Clem v. Page, et al.	CV-11-04249-RMW	August 29, 2011
Gallis v. Schmidt, et al.	CV-11-04270-LHK	August 29, 2011

WHEREAS, McKenna, Clem and Gallis (together, the "Actions") assert breach of fiduciary duty and related claims on behalf of Google against its directors and certain top officers that arise from the same or substantially similar facts, occurrences and transactions;

WHEREAS, the parties have met and conferred and agree that the Actions should be consolidated under Rule 42(a) of the Federal Rules of Civil Procedure, and that consolidation of the Actions will promote judicial economy and preserve both public and private resources;

WHEREAS, counsel for plaintiffs in the Actions have met and conferred and agree that the law firms of Robbins Geller Rudman & Dowd LLP, Robbins Umeda LLP and Pomerantz Haudek Grossman & Gross LLP should be appointed lead counsel for plaintiffs in the Actions;

WHEREAS, defendants take no position as to the appointment of lead counsel for plaintiffs in the Actions; and

WHEREAS, the parties have met and conferred regarding defendants' acceptance of service of the summons and complaints, as well as a schedule for the filing and service of a consolidated complaint and defendants' responses thereto.

THEREFORE, IT IS STIPULATED AND AGREED by the parties, through their respective counsel of record, as follows:

1. The following actions shall be consolidated for all purposes, including pre-trial proceedings and trial:

Case Name	Case No.	Date Filed
McKenna v. Page, et al.	CV-11-04248-PJH	August 29, 2011
Clem v. Page, et al.	CV-11-04249-RMW	August 29, 2011
Gallis v. Schmidt, et al.	CV-11-04270-LHK	August 29, 2011

648183 1

2. Every pleading filed in this consolidated action, or in any separate actions included 1 2 herein, shall bear the following caption: UNITED STATES DISTRICT COURT 3 NORTHERN DISTRICT OF CALIFORNIA 4 5 SAN JOSE DIVISION Master File No. CV-11-04248-PJH 6 In re GOOGLE INC. SHAREHOLDER **DERIVATIVE LITIGATION** 8 This Document Relates To: 9 **ALL ACTIONS** 10 3. When a case which properly belongs as part of In re Google Inc. Shareholder 11 12 Derivative Litigation, Master File No. CV-11-04248-PJH, is hereafter filed in the Court or 13 transferred here from another court, this Court requests the assistance of lead counsel in calling to 14 the attention of the Clerk of the Court the filing or transfer of any case which might properly be 15 consolidated as part of the consolidated action, and lead counsel are to assist in assuring that counsel in subsequent actions receive notice of this Order. 16 17 4. Defendants are not required to respond to the complaint in any action consolidated 18 into this action, other than a consolidated complaint or a complaint designated as the operative 19 complaint. 20 5. This Order shall apply to each case, arising out of the same or substantially the same 21 transactions or events as the Actions, which is subsequently filed in, removed to, or transferred to 22 this Court. 23 6. Pursuant to Fed. R. Civ. P. 5(b)(2)(E)-(F), service by e-mail transmission shall be 24 permitted in addition to service via ECF notification. For non-CM/ECF participants, service shall be 25 deemed effective upon transmission of e-mail. T. APPOINTMENT OF LEAD COUNSEL FOR PLAINTIFFS 26 27 7. Robbins Geller Rudman & Dowd LLP, Robbins Umeda LLP and Pomerantz Haudek

Grossman & Gross LLP shall serve as lead counsel for plaintiffs in the Actions. Lead counsel shall STIPULATION AND [PROPOSED] ORDER CONSOLIDATING ACTIONS AND APPOINTING LEAD COUNSEL - Master File No. CV-11-04248-PJH

have authority to speak for plaintiffs in matters regarding pre-trial and trial procedure and settlement negotiations, and shall make all work assignments in such manner as to facilitate the orderly and efficient prosecution of the Actions and to avoid duplicative or unproductive efforts.

- 8. Defendants take no position as to the appointment of lead counsel for plaintiffs in the Actions.
- 9. Defendants' counsel may rely upon all agreements made with plaintiffs' lead counsel, and such agreements shall be binding on all plaintiffs.

#### ACCEPTANCE OF SERVICE II.

10. Counsel for defendants and nominal defendant shall accept service of the summons and complaint within five business days after entry of this Order.

#### III. **SCHEDULE**

- 11. Plaintiffs shall have thirty five (35) days after this Stipulation is signed to file and serve an Amended Consolidated Complaint. The Amended Consolidated Complaint shall be the operative complaint and shall supersede all complaints filed in any of the actions consolidated herein.
- 12. Defendants and nominal defendant Google shall have thirty (30) days from the filing of the Amended Consolidated Complaint to respond to the Amended Consolidated Complaint.
- 13. In the event that any defendant and/or nominal defendant files a motion under Rule 12 of the Federal Rules of Civil Procedure in response to the Amended Consolidated Complaint, plaintiffs shall have thirty (30) days to file and serve their opposition to the motion(s). Defendants and nominal defendant Google shall have twenty (20) days to file and serve reply memoranda, if any.
- 14. All motions shall be noticed in accordance with the Civil Local Rules, unless otherwise ordered by the Court.

# Case 4:11-cv-04249-PJH Document 11 Filed 09/19/11 Page 6 of 9

1	DATED: September, 2011	ROBBINS GELLER RUDMAN & DOWD LLP
2		DARREN J. ROBBINS
3		TRAVIS E. DOWNS III BENNY C. GOODMAN III ERIK W. LUEDEKE
4		ERIK W. DOLDEKL
5		
6		s/ Travis E. Downs III TRAVIS E. DOWNS III
7		655 West Broadway, Suite 1900
8		San Diego, CA 92101-3301 Telephone: 619/231-1058 619/231-7423 (fax)
9		ROBBINS GELLER RUDMAN
10		& DOWD LLP
11		SHAWN A. WILLIAMS Post Montgomery Center
12		One Montgomery Street, Suite 1800 San Francisco, CA 94104
13		Telephone: 415/288-4545 415/288-4534 (fax)
14		Attorneys for Plaintiff Patricia M. McKenna
15	I, Travis E. Downs III, am the ECF user whose ID and password are being used to file this STIPULATION AND [PROPOSED] ORDER CONSOLIDATING ACTIONS AND APPOINTING	
16		
10	has concurred in this filing.	at order 10, 11121, 1 thereby divest that 112010 11 Gross
17	nus concurred in this fitting.	
17		POMER ANTZ HALIDEK GROSSMAN
18	DATED: September, 2011	POMERANTZ HAUDEK GROSSMAN & GROSS LLP MARC I. GROSS
18 19		& GROSS LLP MARC I. GROSS JEREMY A. LIEBERMAN
18		& GROSS LLP MARC I. GROSS
18 19 20 21		& GROSS LLP MARC I. GROSS JEREMY A. LIEBERMAN FEI-LU QIAN
18 19 20 21 22		& GROSS LLP MARC I. GROSS JEREMY A. LIEBERMAN
18 19 20 21 22 23		& GROSS LLP MARC I. GROSS JEREMY A. LIEBERMAN FEI-LU QIAN  s/ Marc I. Gross MARC I. GROSS  100 Park Avenue
18 19 20 21 22 23 24		& GROSS LLP MARC I. GROSS JEREMY A. LIEBERMAN FEI-LU QIAN   s/ Marc I. Gross MARC I. GROSS  100 Park Avenue New York, NY 10017-5516 Telephone: 212/661-1100
18 19 20 21 22 23 24 25		& GROSS LLP MARC I. GROSS JEREMY A. LIEBERMAN FEI-LU QIAN  s/ Marc I. Gross MARC I. GROSS  100 Park Avenue New York, NY 10017-5516
18 19 20 21 22 23 24 25 26		& GROSS LLP MARC I. GROSS JEREMY A. LIEBERMAN FEI-LU QIAN   s/ Marc I. Gross MARC I. GROSS  100 Park Avenue New York, NY 10017-5516 Telephone: 212/661-1100
18 19 20 21 22 23 24 25		& GROSS LLP MARC I. GROSS JEREMY A. LIEBERMAN FEI-LU QIAN   s/ Marc I. Gross MARC I. GROSS  100 Park Avenue New York, NY 10017-5516 Telephone: 212/661-1100
18 19 20 21 22 23 24 25 26		& GROSS LLP MARC I. GROSS JEREMY A. LIEBERMAN FEI-LU QIAN   s/ Marc I. Gross MARC I. GROSS  100 Park Avenue New York, NY 10017-5516 Telephone: 212/661-1100

648183\_1

# Case 4:11-cv-04249-PJH Document 11 Filed 09/19/11 Page 7 of 9

1	
2	POMERANTZ HAUDEK GROSSMAN & GROSS LLP
3	PATRICK V. DAHLSTROM Ten South La Salle Street, Suite 3505
4	Chicago, IL 60603 Telephone: 312/377-1181
5	312/377-1184 (fax)
6	BRONSTEIN GERWITZ & GROSSMAN LLC
7	PERETZ BRONSTEIN 60 East 42nd Street
8	New York, NY 10165 Telephone: 212/697-6484
9	212/697-7296 (fax)
10	BERMAN DeVALERIO JOSEPH J. TABACCO, JR.
11	NICOLE LAVALLEE One California Street, Suite 900
12	San Francisco, CA 94111 Telephone: 415/433-3200
13	415/433-6382 (fax)
14	Attorneys for Plaintiff Avrohom Gallis
15	I, Travis E. Downs III, am the ECF user whose ID and password are being used to file this STIPULATION AND [PROPOSED] ORDER CONSOLIDATING ACTIONS AND APPOINTING
16	LEAD COUNSEL. In compliance with General Order 45, X.B., I hereby attest that Felipe J. Arroyo has concurred in this filing.
17	DATED: September, 2011 ROBBINS UMEDA LLP BRIAN J. ROBBINS
18	FELIPE J. ARROYO
19	SHANE P. SANDERS GINA STASSI
20	
21	s/ Felipe J. Arroyo FELIPE J. ARROYO
22	
23	600 B Street, Suite 1900 San Diego, CA 92101
24	Telephone: 619/525-3990 619/525-3991 (fax)
25	
26	
27	
28	
$_{1}$	STIPLII ATION AND (PROPOSED) ORDER CONSOLIDATING ACTIONS

648183\_1

1 HOLZER HOLZER & FISTEL, LLC MICHAEL I. FISTEL, JR. 2 MARSHALL P. DEES 200 Ashford Center North, Suite 300 3 Atlanta, GA 30338 Telephone: 770/392-0090 4 770/392-0029 (fax) 5 Attorneys for Plaintiff James Clem 6 7 I, Travis E. Downs III, am the ECF user whose ID and password are being used to file this STIPULATION AND [PROPOSED] ORDER CONSOLIDATING ACTIONS AND APPOINTING 8 LEAD COUNSEL. In compliance with General Order 45, X.B., I hereby attest that Boris Feldman has concurred in this filing. 9 DATED: September \_\_\_, 2011 WILSON SONSINI GOODRICH & ROSATI, P.C. 10 **BORIS FELDMAN** ELIZABETH C. PETERSON 11 DIANE M. WALTERS BRYSON S. SANTAGUIDA 12 13 s/ Boris Feldman 14 **BORIS FELDMAN** 15 650 Page Mill Road 16 Palo Alto, CA 94304 Telephone: 650/493-9300 650/493-6811 (fax) 17 Attorneys for Nominal Defendant Google, Inc. 18 and Defendants Larry Page, Sergey Brin, Eric E. 19 Schmidt, L. John Doerr, John L. Hennessy, Paul S. Otellini, K. Ram Shriram, Shirley M. Tilghman, Nikesh Arora and Patrick Pichette 20 21 ORDER 22 PURSUANT TO STIPULATION, IT IS SO ORDERED. 23 24 DATED: 9/19/11 THE HONORASTE HAMILTON 25 UNITED STAFE UADGE. 26 27 28

# Mailing Information for a Case 4:11-cv-04248-PJH

### **Electronic Mail Notice List**

The following are those who are currently on the list to receive e-mail notices for this case.

- Travis E. Downs, III travisd@rgrdlaw.com,e\_file\_sd@rgrdlaw.com
- Benny Copeline Goodman, III bennyg@rgrdlaw.com,e\_file\_sd@rgrdlaw.com
- Elizabeth Catherine Peterson epeterson@wsgr.com,bbahns@wsgr.com
- Darren Jay Robbins e\_file\_sd@rgrdlaw.com
- Bryson Scott Santaguida bsantaguida@wsgr.com
- Diane Marie Walters dwalters@wsgr.com,smills@wsgr.com
- Shawn A. Williams shawnw@rgrdlaw.com,khuang@rgrdlaw.com,e\_file\_sd@rgrdlaw.com,e\_file\_sf@rgrdlaw.com

### **Manual Notice List**

The following is the list of attorneys who are **not** on the list to receive e-mail notices for this case (who therefore require manual noticing). You may wish to use your mouse to select and copy this list into your word processing program in order to create notices or labels for these recipients.

#### Boris Feldman

Wilson Sonsini Goodrich & Rosati A Professional Corporation 650 Page Mill Road Palo Alto, CA 94304-1050

#### Erik W Luedeke

Robbins geller Rudman & Dowd LLP 655 West Broadway Suite 1900 San Diego, CA 92101-3301